

**IN THE UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK
MANHATTAN DIVISION**

SUNCO GROUP, INC.

Plaintiff,

v.

EARTH BIOFUELS, INC.,

Defendant.

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§
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§

CIVIL ACTION NO.

SUGGESTION OF BANKRUPTCY

On July 11, 2007, certain creditors of Earth Biofuels, Inc. (“Earth Biofuels”) filed an involuntary petition (the “Involuntary Case”) under title 11 of the United States Code (the “Bankruptcy Code”) in the Bankruptcy Court for the District of Delaware. A true and correct copy of the Involuntary Petition is attached as Exhibit A to this Petition. Pursuant to section 362(a) of the Bankruptcy Code,¹ the commencement of the Involuntary Case operates as a stay, applicable to all entities of the commencement or continuation of any judicial, administrative, or other action or proceeding pending against Earth Biofuels. *See In re Krystal Cadillac*

¹ Section 362 of the Bankruptcy Code provides in pertinent part:

(a) . . . a petition filed under section 301, 302, or 303 of this title, or an application filed under section . . . operates as a stay, applicable to all entities, of--

(1) the commencement or continuation, including the issuance or employment of process, of a judicial, administrative, or other action or proceeding against the debtor that was or could have been commenced before the commencement of the case under this title, or to recover a claim against the debtor that arose before the commencement of the case under this title;

(2) the enforcement, against the debtor or against property of the estate, of a judgment obtained before the commencement of the case under this title;

(3) any act to obtain possession of property of the estate or of property from the estate or to exercise control over property of the estate;

(4) any act to create, perfect, or enforce any lien against property of the estate;

(5) any act to create, perfect, or enforce against property of the debtor any lien to the extent that such lien secures a claim that arose before the commencement of the case under this title;

(6) any act to collect, assess, or recover a claim against the debtor that arose before the commencement of the case under this title;

(7) the setoff of any debt owing to the debtor that arose before the commencement of the case under this title against any claim against the debtor . . .

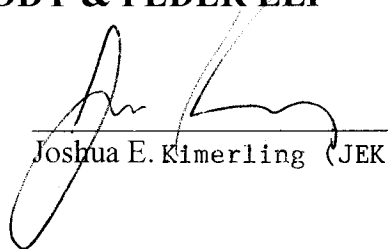
11 U.S.C. § 362(a).

Oldsmobile GMC Truck, Inc., 142 F.3d 631, 637 (3d Cir. 1998) (noting that the scope of the automatic stay is broad, and it stops all collection efforts, foreclosure actions, and other harassment efforts); *In re Sullivan*, 357 B.R. 847, 853 (Bankr. D. Colo., 2006) (holding that the filing of a bankruptcy petition imposes the automatic stay, which prohibits any act to collect, assess or recover a claim against the debtor that arose before the commencement of the bankruptcy case, and a willful violation permits recovery of actual damages, including costs and attorneys' fees, and, in appropriate circumstances, punitive damages). Accordingly, the instant action against Earth Biofuels is stayed by operation of the automatic stay.

Respectfully submitted,

CUDDY & FEDER LLP

By:



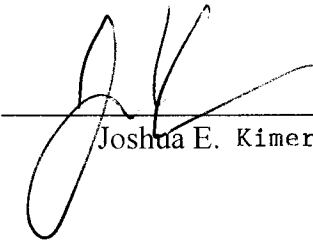
Joshua E. Kimerling (JEK #0053)

445 Hamilton Avenue, 14th Floor
New York, New York 10601
(914) 761-1300 – Telephone
(914) 761-5372 – Facsimile

**ATTORNEYS FOR DEFENDANT
EARTH BIOFUELS, INC.**

CERTIFICATE OF SERVICE

The undersigned certifies that a true and correct copy of the foregoing Motion has been sent by certified mail, return receipt requested, to Philip C. Berg, Berg Partners LLP, 350 Fifth Avenue, 59th Floor, New York, New York 10118, on the 27th day of July, 2007.



Joshua E. Kimerling

370302_1.DOC

Exhibit “A”

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

EARTH BIOFUELS, INC.,

Debtor.

Chapter 7

Case No. 07-10928 ()

SUMMONS TO DEBTOR IN INVOLUNTARY CASE

To the above named debtor:

A petition under title 11, United States Code was filed against you on July 11, 2007 in this bankruptcy court, requesting an order for relief under chapter 7 of the Bankruptcy Code (title 11 of the United States Code).

YOU ARE SUMMONED and required to file with the clerk of the bankruptcy court a motion or answer to the petition within 20 days after the service of this summons. A copy of the petition is attached.

Address of Clerk:

Clerk of the Court
United States Bankruptcy Court
District of Delaware
824 Market Street, 3rd Floor
Wilmington, DE 19801

At the same time, you must also serve a copy of your motion or answer on petitioners and petitioners' attorneys.

Name and Address of Petitioners and Petitioners' Attorneys:

See attached list

If you make a motion, your time to answer is governed by Federal Rule of Bankruptcy Procedure 1011(c).

If you fail to respond to this summons, the order for relief will be entered.

Date: July 11, 2007

/s/ David D. Bird
Clerk of Court

(Petitioning Creditor)

Castlerigg Master Investments Ltd.
c/o Sandell Asset Management
40 West 57th Street
26th Floor
New York, NY 10019

(Counsel for Petitioning Creditors Castlerigg Master Investments Ltd. and Portside Growth and Opportunity fund)

Jeffrey S. Sabin, Esquire
David M. Hillman, Esquire
Schulte Roth & Zabel LLP
919 Third Avenue
New York, NY 10022

(Petitioning Creditor)

Radcliffe SPC, Ltd. for and on behalf of the
Class A Convertible Crossover Segregated
Portfolio
c/o RG Capital Management, L.P.
3 Bala Plaza - East
Suite 501
Bala Cynwyd, PA 19004

(Counsel for Petitioning Creditor Radcliffe SPC, Ltd.)

Philip D. Anker, Esquire
Wilmer Cutler Pickering Hale and Dorr LLP
399 Park Avenue
New York, NY 10022

(Petitioning Creditor)

Portside Growth and Opportunity Fund
c/o Ramius Capital Group, L.L.C.
666 Third Avenue
26th Floor
New York, NY 10017

(Counsel for Petitioning Creditor Cornell Capital Partners, LP)

C. Luckey McDowell, Esquire
Baker Botts L.L.P.
2001 Ross Avenue
Dallas, TX 75201

(Petitioning Creditor)

Cornell Capital Partners, LP
101 Hudson Street
Suite 3700
Jersey City, NJ 07303

(Counsel for Petitioning Creditor Evolution Master Fund Ltd. SPC)

Gregory M. Petrick, Esquire
Cadwalader Wickersham & Taft
One World Financial Center
New York, NY 10281

(Petitioning Creditor)

Evolution Master Fund Ltd. SPC, on behalf of
the Segregated Portfolio M
Walker House, Mary Street
P.O. Box 908 GT
Georgetown, Cayman Island

(Delaware Counsel for all Petitioning Creditors)

Adam G. Landis, Esquire
Landis Rath & Cobb LLP
919 Market Street, Suite 600
Wilmington, DE 19801

Case No. 07 -10928 ()

CERTIFICATE OF SERVICE

I Adam G. Landis, of Landis Rath & Cobb LLP, certify:

That I am, and at all times hereinafter mentioned was more than 18 years of age; and that on the 11th day of July, 2007, I caused to be served a copy of the within summons, together with the petition filed in this case, on Earth Biofuels, Inc. the debtor in this case, by First Class Mail the said debtor at 3001 Knox Street, Suite 403, Dallas, TX 75205.

I certify under penalty of perjury that the foregoing is true and correct.

Dated: July 11, 2007

LANDIS RATH & COBB LLP



Adam G. Landis (No. 3407)
919 Market Street, Suite 600
Wilmington, DE 19801
Telephone: (302) 467-4400
Facsimile: (302) 467-4450
Email: landis@lrclaw.com

FORM 5 (10/06)

FORM 5. INVOLUNTARY PETITION

| | | |
|--|--|--|
| United States Bankruptcy Court District of Delaware | | INVOLUNTARY PETITION |
| IN RE (Name of Debtor - If Individual: Last, First, Middle) Earth Biofuels, Inc. | | ALL OTHER NAMES, used by debtor in the last 8 years |
| LAST FOUR DIGITS OF SOC. SEC. NO./Complete EIN or other TAX I.D. NO. (If more than one, state all.) EIN: 71-0915825 | | |
| STREET ADDRESS OF DEBTOR (No. and street, city, state, and zip code) 3001 Knox Street Suite 403 Dallas, TX 75205 | | MAILING ADDRESS OF DEBTOR (If different from street address) |
| COUNTY OF RESIDENCE OR PRINCIPAL PLACE OF BUSINESS Dallas | | |
| LOCATION OF PRINCIPAL ASSETS OF BUSINESS DEBTOR (If Different from previously listed addresses) | | |
| CHAPTER OF BANKRUPTCY CODE UNDER WHICH PETITION IS FILED <input checked="" type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 11 | | |
| INFORMATION REGARDING DEBTOR (Check applicable boxes) | | |
| Nature of Debts (Check one box) Petitioners believe: <input type="checkbox"/> Debts are primarily consumer debts <input checked="" type="checkbox"/> Debts are primarily business debts | Type of Debtor (Form of Organization) <input type="checkbox"/> Individual (Includes Joint Debtor) <input checked="" type="checkbox"/> Corporation (Includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If Debtor is not one of the above entities, check this box and state type of entity below.) | Nature of Business (Check one box) <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. 101(51)(B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other |
| VENUE <input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District <input type="checkbox"/> A bankruptcy case concerning the debtor's affiliate, general partner or partnership is pending in this District | FILING FEE (Check one box) <input checked="" type="checkbox"/> Full fee attached <input type="checkbox"/> Petitioner is a child support creditor or its representative, and the form specified in 304(g) of the Bankruptcy Reform Act of 1994 is attached. <i>[If a child support creditor or its representative is a petitioner, and if the petition files the form specified in 304(g) of the Bankruptcy Reform Act of 1994, no fee is required.]</i> | |
| PENDING BANKRUPTCY CASE FILED BY OR AGAINST ANY PARTNER OR AFFILIATE OF THIS DEBTOR (Report information for any additional cases on attached sheets.) | | |
| Name of Debtor | Case Number | Date |
| Relationship | District | Judge |
| ALLEGATIONS (Check applicable boxes) 1. <input checked="" type="checkbox"/> Petitioner(s) are eligible to file this petition pursuant to 11 U.S.C. 303(b) 2. <input checked="" type="checkbox"/> The debtor is a person against whom an order for relief may be entered under title 11 of the United States Code. 3.a. <input checked="" type="checkbox"/> The debtor is generally not paying such debtor's debts as they become due, unless such debts are the subject of a bona fide dispute as to liability or amount; or 3.b. <input type="checkbox"/> Within 120 days preceding the filing of this petition, a custodian, other than a trustee, receiver, or agent appointed or authorized to take charge of less than substantially all of the property of the debtor for the purpose of enforcing a lien against such property, was appointed or took possession. | | COURT USE ONLY |

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OFFICIAL FORM 5 - Involuntary Petition - Page 2

Name of Debtor Earth Biofuels, Inc.

Case No. _____

| TRANSFER OF CLAIM | |
|---|---|
| <input type="checkbox"/> Check this box if there has been a transfer of any claim against the debtor by or to any petitioner. Attach all documents evidencing the transfer and any statements that are required under Bankruptcy Rule 1003(a). | |
| REQUEST FOR RELIEF | |
| Petitioner(s) request that an order for relief be entered against the debtor under the chapter of title 11, United States Code, specified in this petition. If any petitioner is a foreign representative appointed in a foreign proceeding, a certified copy of the order of the court granting recognition is attached. | |
| Petitioner(s) declare under penalty of perjury that the foregoing is true and correct according to the best of their knowledge, information, and belief. | |
| X <u>[Signature]</u> 7/16/07 Signature of Petitioner or Representative (State title) Date Signed | X <u>Adam Landis</u> 7/16/07 Signature of Attorney Date |
| Castling Master Investments Ltd., By Castling Master Investments Ltd. By Sandell Asset Management its investment advisor Name of Petitioner | <u>Landis Rath & Cobb LLP (Delaware counsel)</u> Name of Attorney Firm (If any) |
| Mailing Address of Individual Signing in Representative Capacity: c/o Sandell Asset Management 40 West 57th Street 26th Floor New York, New York 10019 | Address <u>919 Market Street, Suite 600</u> <u>Wilmington, DE 19801</u> <u>Attn: Adam G. Landis, Esq.</u> Telephone No. <u>(302) 467-4400</u> |
| Petitioner(s) declare under penalty of perjury that the foregoing is true and correct according to the best of their knowledge, information, and belief. | X _____ Signature of Attorney Date |
| X _____ Signature of Petitioner or Representative (State title) Date Signed | <u>Landis Rath & Cobb LLP (Delaware counsel)</u> Name of Attorney Firm (If any) |
| Radcliffe SPC, Ltd. for and on behalf of the Class A Convertible Crossover Segregated Portfolio By: RG Capital Management, L.P. its investment advisor, By: RGC Management Company, LLC its general partner Name of Petitioner | Address <u>919 Market Street, Suite 600</u> <u>Wilmington, DE 19801</u> <u>Attn: Adam G. Landis, Esq.</u> Telephone No. <u>(302) 467-4400</u> |
| Mailing Address of Individual Signing in Representative Capacity: c/o RG Capital Management, L.P. 3 Bala Plaza - East Suite 501 Bala Cynwyd, Pennsylvania 19004 | <u>Wilmer Cutler Pickering Hale and Dorr LLP</u> Name of Attorney Firm (If any) |
| | Address <u>199 Park Avenue</u> <u>New York, New York 10022</u> <u>Attn: Philip D. Anker</u> Telephone No. <u>(212) 230-8800</u> |

OFFICIAL FORM 5 - Involuntary Petition - Page 2

Name of Debtor Earth Biofuels, Inc.
Case No. _____

| TRANSFER OF CLAIM | |
|---|--|
| <input type="checkbox"/> Check this box if there has been a transfer of any claim against the debtor by or to any petitioner. Attach all documents evidencing the transfer and any statements that are required under Bankruptcy Rule 1003(a). | |
| REQUEST FOR RELIEF | |
| Petitioner(s) request that an order for relief be entered against the debtor under the chapter of title 11, United States Code, specified in this petition. If any petitioner is a foreign representative appointed in a foreign proceeding, a certified copy of the order of the court granting recognition is attached. | |
| Petitioner(s) declare under penalty of perjury that the foregoing is true and correct according to the best of their knowledge, information, and belief. | X _____ Signature of Attorney Date |
| X _____ Signature of Petitioner or Representative (State title) Date Signed | <u>Landis Roth & Cobb LLP (Delaware counsel)</u> Name of Attorney Firm (If any) |
| Castleberg Master Investments Ltd., By Castleberg Master Investments Ltd. by Sandell Asset Management its investment advisor Name of Petitioner | Address <u>919 Market Street, Suite 600</u> <u>Wilmington, DE 19801</u> <u>Attn: Adam G. Landis, Esq.</u> Telephone No. <u>(302) 467-4400</u> |
| Mailing Address of Individual Signing in Representative Capacity: c/o Sandell Asset Management 40 West 57th Street 26th Floor New York, New York 10019 | <u>Schultz Roth & Zabel LLP</u> Name of Attorney Firm (If any) |
| | Address <u>919 Third Avenue</u> <u>New York, New York 10022</u> <u>Attn: Jeffrey S. Rubin, Esq. and David M. Hillman, Esq.</u> Telephone No. <u>(212) 756-2000</u> |
| Petitioner(s) declare under penalty of perjury that the foregoing is true and correct according to the best of their knowledge, information, and belief. | X <u>Adam Landis</u> 7/11/07 Signature of Attorney Date |
| X <u>[Signature]</u> 7/11/07 Signature of Petitioner or Representative (State title) Date Signed | <u>Landis Roth & Cobb LLP (Delaware counsel)</u> Name of Attorney Firm (If any) |
| Radcliffe SPC, Ltd. for and on behalf of the Class A Convertible Crossover Segregated Portfolio By: RG Capital Management, L.P. its investment advisor, By: RGC Management Company, LLC its general partner Name of Petitioner | Address <u>919 Market Street, Suite 600</u> <u>Wilmington, DE 19801</u> <u>Attn: Adam G. Landis, Esq.</u> Telephone No. <u>(302) 467-4400</u> |
| Mailing Address of Individual Signing in Representative Capacity: c/o RG Capital Management, L.P. 3 Bala Plaza - East Suite 501 Bala Cynwyd, Pennsylvania 19004 | <u>Wilmer Cutler Pickering Hale and Dorr LLP</u> Name of Attorney Firm (If any) |
| | Address <u>333 Park Avenue</u> <u>New York, New York 10022</u> <u>Attn: Philip D. Anker</u> Telephone No. <u>(212) 230-8800</u> |

OFFICIAL FORM 5 - Involuntary Petition - Page 3

Name of Debtor Earth BioFuels, Inc.
Case No. _____**PETITIONING CREDITOR CLAIM INFORMATION CONTINUED ON NEXT PAGE**

Note: If there are more than three petitioners, attach additional sheets with the statement under penalty of perjury, each petitioner's signature under the statement and the name of attorney and petitioning creditor information in the format above.

Total Amount of Petitioners' Claims

See Page 5

PETITIONING CREDITORS CONTINUED

Petitioner(s) declare under penalty of perjury that the foregoing is true and correct according to the best of their knowledge, information, and belief.

X [Signature] 7/11/07
Signature of Petitioner or Representative (State title) Date SignedPortside Growth and Opportunity Fund,
By Portside Growth and Opportunity Fund
by Ramius Capital Group, L.L.C., its investment advisor
Name of PetitionerMailing Address of Individual Signing in
Representative Capacity:c/o Ramius Capital Group, L.L.C.
666 Third Avenue
26th Floor
New York, New York 10017X Adam Landis/Kear 7/11/07
Signature of Attorney DateLandis Rath & Cobb LLP (Delaware counsel)
Name of Attorney Firm (if any)

Address

919 Market Street, Suite 600
Wilmington, DE 19801Telephone No. (302) 467-4400
Attn: Adam G. Landis, Esq.Hennigan Bennett & Dorman
Name of Attorney Firm (if any)

Address

865 South Figueroa Street
Los Angeles, CA 90017Telephone No. (213) 694-1012
Attn: Bruce Bennett, Esq.

Petitioner(s) declare under penalty of perjury that the foregoing is true and correct according to the best of their knowledge, information, and belief.

X _____
Signature of Petitioner or Representative (State title) Date SignedCornell Capital Partners, LP,
By Cornell Capital Partners, LP
Name of PetitionerMailing Address of Individual Signing in
Representative Capacity:Cornell Capital Partners, LP
101 Hudson Street
Suite 3700
Jersey City, New Jersey 07303X _____
Signatures of Attorney DateLandis Rath & Cobb LLP (Delaware counsel)
Name of Attorney Firm (if any)

Address

919 Market Street, Suite 600
Wilmington, DE 19801Telephone No. (302) 467-4400
Attn: Adam G. Landis, Esq.Baker Botts L.L.P.
Name of Attorney Firm (if any)

Address

2001 Ross Avenue
Dallas, Texas 75201Telephone No. (214) 953-6571
Attn: C. Luckey McDowell

OFFICIAL FORM 5 - Involuntary Petition - Page 3

Name of Debtor Earth Biofuels, Inc.
Case No. _____**PETITIONING CREDITOR CLAIM INFORMATION CONTINUED ON NEXT PAGE**

Note: If there are more than three petitioners, attach additional sheets with the statement under penalty of perjury, each petitioner's signature under the statement and the name of attorney and petitioning creditor information in the format above.

Total Amount of Petitioners' Claims

See Page 5

PETITIONING CREDITORS CONTINUED

Petitioner(s) declare under penalty of perjury that the foregoing is true and correct according to the best of their knowledge, information, and belief.

X _____
Signature of Petitioner or Representative (State title) Date SignedPortside Growth and Opportunity Fund,
By Portside Growth and Opportunity Fund
by Ramius Capital Group, L.L.C. its investment advisor
Name of PetitionerMailing Address of Individual Signing in
Representative Capacity:c/o Ramius Capital Group, L.L.C.
666 Third Avenue
26th Floor
New York, New York 10017X _____
Signature of Attorney DateLandis Rath & Cobb L.L.P. (Delaware counsel)
Name of Attorney Firm (If any)

Address

919 Market Street, Suite 600
Wilmington, DE 19801

Telephone No. (302) 467-4400

Schulte Roth & Zabel L.L.P.
Name of Attorney Firm (If any)

Address

919 Third Avenue
New York, New York 10022Attn: Jeffrey S. Sobin, Esq. and David M. Hillman, Esq.
Telephone No. (212) 756-2175

Petitioner(s) declare under penalty of perjury that the foregoing is true and correct according to the best of their knowledge, information, and belief.

X Adam Landis Partner 7/11/07
Signature of Petitioner or Representative (State title) Date SignedCornell Capital Partners, L.P.
By Cornell Capital Partners, L.P.
Name of PetitionerMailing Address of Individual Signing in
Representative Capacity:Cornell Capital Partners, LP
101 Hudson Street
Suite 3700
Jersey City, New Jersey 07303X Adam Landis 7/11/07
Signature of Attorney DateLandis Rath & Cobb L.L.P. (Delaware counsel)
Name of Attorney Firm (If any)

Address

919 Market Street, Suite 600
Wilmington, DE 19801

Telephone No. (302) 467-4400

Baker Botts L.L.P.
Name of Attorney Firm (If any)

Address

2001 Ross Avenue
Dallas, Texas 75201Attn: C. Lucky McDowell
Telephone No. (214) 553-6571

OFFICIAL FORM 5 - Involuntary Petition - Page 4

Name of Debtor Earth Biofuels, Inc.
Case No. _____**PETITIONING CREDITOR CLAIM INFORMATION CONTINUED ON NEXT PAGE**

Note: If there are more than three petitioners, attach additional sheets with the statement under penalty of perjury, each petitioner's signature under the statement and the name of attorney and petitioning creditor information in the format above.

Total Amount of Petitioners' Claims

See Page 5

PETITIONING CREDITORS CONTINUED

Petitioner(s) declare under penalty of perjury that the foregoing is true and correct according to the best of their knowledge, information, and belief.

x KK Debra 7/11/07
Signature of Petitioner or Representative (State title) Date SignedEvolution Master Fund Ltd. SPC, on behalf of the Segregated Portfolio M
By Evolution Master Fund Ltd. SPC, on behalf of the Segregated Portfolio M

Name of Petitioner

Mailing Address of Individual Signing in
Representative Capacity:Evolution Master Fund Ltd. SPC, on behalf of the
Segregated Portfolio M
Walker House, Mary Street
P.O. Box 908 GT
Georgetown, Cayman Islandx Adam Landis 7/11/07
Signature of Attorney DateLandis Rath & Cobb LLP (Delaware counsel)
Name of Attorney Firm (If any)

Address

919 Market Street, Suite 600
Wilmington, DE 19101
Attn: Adam G. Landis, Esq.
Telephone No. (302) 467-4400Cadwalader Wickersham & Taft
Name of Attorney Firm (If any)

Address

One World Financial Center
New York, New York 10281
Attn: Gregory M. Patrick
Telephone No. (212) 504-6373

OFFICIAL FORM 5 - Involuntary Petition - Page 5

Name of Debtor Earth Biofuels, Inc.
Case No. _____

| PETITIONING CREDITORS | | |
|--|---|---|
| Name and Address of Petitioner Castlerigg Master Investments Ltd. c/o Sandell Asset Management 40 West 57th Street 26th Floor New York, New York 10019 | Nature of Claim Past due debt due under the Senior Convertible Note issued by Earth Biofuels, Inc. pursuant to the Securities Purchase Agreement dated as of July 24, 2006, by and among the Debtor and Castlerigg Master Investments Ltd. c/o Sandell Asset Management. | Amount of Claim Not less than the principal amount of \$11,500,000, plus interest, fees, costs, expenses and other amounts, as provided for in the Senior Convertible Note and Securities Purchase Agreement, all of which is unsecured. |
| Name and Address of Petitioner Radcliffe SPC, Ltd. for and on behalf of the Class A Convertible Crossover Segregated Portfolio 3 Bala Plaza - East Suite 501 Bala Cynwyd, Pennsylvania 19004 | Nature of Claim Past due debt due under the Senior Convertible Note issued by Earth Biofuels, Inc. pursuant to the Securities Purchase Agreement dated as of July 24, 2006, by and among the Debtor and Radcliffe SPC, Ltd. for and on behalf of the Class A Convertible Crossover Segregated Portfolio. | Amount of Claim Not less than the principal amount of \$5,000,000, plus interest, fees, costs, expenses and other amounts, as provided for in the Senior Convertible Note and Securities Purchase Agreement, all of which is unsecured. |
| Name and Address of Petitioner Portside Growth and Opportunity Fund c/o Ramius Capital Group, L.L.C. 666 Third Avenue 26th Floor New York, New York 10017 | Nature of Claim Past due debt due under the Senior Convertible Note issued by Earth Biofuels, Inc. pursuant to the Securities Purchase Agreement dated as of July 24, 2006, by and among the Debtor and Portside Growth and Opportunity Fund c/o Ramius Capital Group, L.L.C. | Amount of Claim Not less than the principal amount of \$2,000,000, plus interest, fees, costs, expenses and other amounts, as provided for in the Senior Convertible Note and Securities Purchase Agreement, all of which is unsecured. |
| Name and Address of Petitioner Connell Capital Partners, LP 101 Hudson Street Suite 3700 Jersey City, New Jersey 07303 | Nature of Claim Past due debt due under the Senior Convertible Note issued by Earth Biofuels, Inc. pursuant to the Securities Purchase Agreement dated as of July 24, 2006, by and among the Debtor and Connell Capital Partners, LP. | Amount of Claim Not less than the principal amount of \$3,000,000, plus interest, fees, costs, expenses and other amounts, as provided for in the Senior Convertible Note and Securities Purchase Agreement, all of which is unsecured. |
| Name and Address of Petitioner Evolution Master Fund Ltd. SPC, on behalf of the Segregated Portfolio M Walker House, Mary Street P.O. Box 908 GT Georgetown, Cayman Island | Nature of Claim Past due debt due under the Senior Convertible Note issued by Earth Biofuels, Inc. pursuant to the Securities Purchase Agreement dated as of July 24, 2006, by and among the Debtor and Chanshire Capital L.P. | Amount of Claim Not less than the principal amount of \$11,500,000, plus interest, fees, costs, expenses and other amounts, as provided for in the Senior Convertible Note and Securities Purchase Agreement, all of which is unsecured. |
| Note: If there are more than three petitioners, attach additional sheets with the statement under penalty of perjury, each petitioner's signature under the statement and the name of attorney and petitioning creditor information in the format above. | | Total Amount of Petitioners' Claims Not less than the aggregate principal amount of \$33,000,000, plus interest, fees, costs, expenses and other amounts, as provided for in the Senior Convertible Note and Securities Purchase Agreement, all of which is unsecured. |